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MEMORANDUM

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FROM: *for* Thomas M. Broderick
Director
Utilities Division

2016 MAR 11 P 1:03

AZ CORP COMMISSION
DOCKET CONTROL

DATE: March 11, 2016

RE: **ADMINISTRATIVE CLOSURE – IN THE MATTER OF THE APPLICATION OF COMTECH TELECOMMUNICATIONS CORP AND TELECOMMUNICATION SYSTEMS, INC AND ITS SUBSIDIARY, NEXTGEN COMMUNICATIONS, INC. FOR APPROVAL OF AN ACQUISITION MERGER AND TRANSFER OF ASSETS (DOCKET NO. T-20722A-16-0062)**

On February 23, 2016, Comtech Telecommunications Corp. ("Comtech") and TeleCommunication Systems, Inc. ("TCS") and its wholly-owned subsidiary, NextGen Communications, Inc. ("NextGen") (collectively the "Parties") filed a Notice of Acquisition advising the Arizona Corporation Commission ("Commission") that a transaction was entered into whereby Comtech will purchase all outstanding shares of capital stock of TCS. As a result, Comtech will acquire control over all assets of TCS, including all regulated telecommunications assets of TCS' wholly-owned subsidiary, NextGen. Upon closing of the transaction, Comtech will become the ultimate parent of NextGen. This is a stock purchase transaction and does not result in the assignment by NextGen of any certificates or intrastate telecommunications assets in Arizona. The Parties expect the transaction to take effect in late February 2016.

Under the circumstances represented by the Parties in its February 23, 2016 filing, no Commission action is required. Staff requests that this docket be administratively closed. This administrative closure should not be construed as either an approval or denial by the Commission.

TMB: PJG: nr/WVC

Originator: Pamela J. Genung

Arizona Corporation Commission
DOCKETED

MAR 11 2016

DOCKETED BY	<i>KG</i>
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DOCKET NOS. T-20722A-16-0062

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